

**NOTICE OF POTENTIAL
SETTLEMENT AND JOINT MOTION
TO STAY DEADLINES PENDING
FINALIZATION OF SETTLEMENT**

The Parties, through their respective counsel of record, notify the Court that they have reached substantial agreement on key terms of a settlement that would resolve this case. The Parties have jointly developed a settlement term sheet and currently are working on developing and finalizing appropriate settlement documents. It is anticipated that these settlement documents would be lodged with the Court with a request for entry as a consent decree once they are completed and signed by the Parties.

To allow for this process to take place, the Parties jointly ask the Court to vacate the trial date and stay all deadlines in this case, including those set forth in the Court's Scheduling Order, Doc. 284, and those that otherwise exist by operation of local rule. A stay would support the ongoing settlement negotiation process, conserve litigation resources, and promote the interests of judicial economy.

In support of this motion, the Parties propose the following:

- 1) The Parties will submit periodic joint status reports to the Court on the progress being made toward developing and finalizing the settlement documents. The joint status reports will be submitted on a bi-weekly basis, with the first joint status report to be submitted by May 16, 2016, and subsequent reports to follow every 14 days. The Parties

anticipate that the finalization of settlement documents is reasonably likely within two months from today.

- 2) Although the Parties have made substantial progress toward finalizing settlement terms, in the event a full settlement cannot be reached, after June 15, 2016, either Party may individually move for the Court to reinstate the trial schedule.

The Parties ask that the stay take effect on the date this Joint Motion is filed and run until the Parties submit appropriate final settlement documents to the Court or the Court grants a motion to reinstate the trial schedule.

Dated this 26th day of April, 2016.

/s/Roger Sullivan

Roger Sullivan
McGarvey, Heberling, Sullivan & McGarvey, P.C.
745 South Main Street Kalispell, MT 59901-5341
rsullivan@mcgarveylaw.com
(406) 752-5566

/s/John Heenan

John Heenan
Bishop & Heenan
3970 Ave. D, Suite A
Billings, Montana 59102
john@bishopandheenan.com
(406) 839-9091

/s/George E. Hays

George E. Hays
236 West Portal Avenue, #110
San Francisco, CA 94127
(415) 566-5414
Email: georgehays@mindspring.com
Admitted *Pro Hac Vice*

/s/David C. Bender

David C. Bender
Bender Westerberg
10 E. Doty, Ste 800
Madison, WI 53703
(608) 310-3560
Email: bender@benderwesterberg.com
Admitted *Pro Hac Vice*

/s/Robert Libman

Robert Libman
Miner, Barnhill & Galland, P.C.
325 N. LaSalle Street
Suite 350
Chicago, IL 60654
(312) 751-1170
Email: rlibman@lawmbg.com
Admitted *Pro Hac Vice*

/s/Naomi Kim Melver

Naomi Kim Melver (admitted pro hac vice)
6005 Auburn Ave.
Oakland, CA 94618
(541) 513-0540
nmelver@gmail.com
Admitted *Pro Hac Vice*

COUNSEL FOR PLAINTIFFS

/s/William W. Mercer

William W. Mercer
Michael P. Manning
Holland & Hart LLP
401 North 31st Street, Suite 1500
P.O. Box 639
Billings, Montana 59103-0639
Telephone: (406) 252-2166
Fax: (406) 252-1669
wwmerc@hollandhart.com
mpmann@hollandhart.com
**COUNSEL FOR TALEN
MONTANA, LLC, PUGET
SOUND ENERGY AND
PORTLAND GENERAL
ELECTRIC COMPANY**

/s/Stephen R. Brown

Stephen R. Brown
Garlington, Lohn & Robinson, PLLP
350 Ryman Street
Missoula, Montana 59802
Telephone: (406) 523-2500
Fax: (406) 523-2595
srbrown@garlington.com
**COUNSEL FOR AVISTA
CORPORATION AND
PACIFICORP**

/s/Stephen D. Bell

Stephen D. Bell
Dorsey & Whitney LLP
Millennium Building
125 Bank Street, Suite 600
Missoula, Montana 59802-4407
Telephone: (406) 721-6025
Fax: (406) 543-0863
bell.steve@dorsey.com
**COUNSEL FOR
NORTHWESTERN CORPORATION**

/s/Joshua B. Frank

William Bumpers (admitted *pro hac vice*)

Joshua B. Frank (admitted *pro hac vice*)

David A. Super (admitted *pro hac vice*)

Sterling Marchand (admitted *pro hac vice*)

Baker Botts L.L.P.

1299 Pennsylvania Avenue, NW

Washington, DC 20004

Telephone: (202) 639-7700

Fax: (202) 639-7890

william.bumpers@bakerbotts.com

joshua.frank@bakerbotts.com

david.super@bakerbotts.com

sterling.marchand@bakerbotts.com

COUNSEL FOR DEFENDANTS